



HMPL

HAZOOR MULTI PROJECTS LIMITED

CIN : L99999MH1992PLC269813

January 28, 2025

To,
BSE LIMITED
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001.

Scrip ID/Code : HAZOOR/ 532467

Sub: Outcome of Board Meeting held on January 28, 2025

Dear Sir/Ma'am,

In terms of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company in their meeting held on today i.e. Tuesday, January 28, 2025, at the registered Office of the company at C-45, 4th Floor, Plot 210, Mittal Tower, C, Wing, Barrister Rajani Patel Marg, Nariman Point, Mumbai-400021 *inter-alia* considered and approved the following businesses:

1. ALTERATION IN OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY

to expand into the emerging sector of Green Energy and related businesses, alongside our existing operations, and consequent alteration in the 'Object Clause' of Memorandum of Association, in order to better align with these new business activities and position itself to achieve its future goals by way of inserting the following sub clause at No. (7) after the existing sub clause (1) to (6) in Clause III (A) of the Memorandum of Association of the Company:

"To carry on the business of design, research, manufacture, alter, sell, finance, import, export, and develop energy-efficient technologies and renewable energy solutions, including solar panels, wind power systems, bioenergy technologies, and biofuels, with the aim of promoting sustainable practices by harnessing both conventional and non-conventional energy sources for power generation and distribution, establishing strategic collaborations with leading multinational companies for technology transfer, joint ventures, and global solutions and engage in the development and implementation of energy distribution infrastructure, including smart grids, and facilitate the wheeling, banking, and sale of electricity to government bodies, state electricity boards, power finance corporations, private corporations, and entrepreneurs, in addition to manufacturing and exporting renewable energy equipment and products globally. Includes promote the adoption of renewable energy across residential, commercial, and industrial sectors, and support the production of sustainable biofuels, all while expanding its global presence and contributing to the transition to a cleaner, more sustainable energy future."

2. ALTERATION IN ARTICLE OF ASSOCIATION OF THE COMPANY

alteration to the Articles of Association involves the insertion of a new clause titled "Further Issue of Capital." This modification is intended to align the company's governance framework with its fund-raising and capital-raising initiatives, ensuring compliance with the relevant provisions and regulations under the Companies Act, 2013 subject to the approval of shareholders of the Company.

Further, the brief details of alteration in Articles of Association as required under Regulation 30 read with Part A of the Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is disclosed in **Annexure-I**.

3. FUND RAISING OF RS.383.78 CRORES THROUGH PREFERENTIAL ISSUE

To fund the expansion of the new business segment, drive further growth, and enhance the company's financial resources through raising of funds, by way of creating, issuing and allotting up to 7,0033,000 (Seven Crore Thirty Three Thousand only) Fully convertible warrants convertible into equivalent number of fully paid up equity share of the Company having face value of Re. 1/- (Rupee One Only), in one or more tranches, strategic investors classified under the "Non-Promoter, Public Category", as detailed in **Annexure-II**, on preferential basis, which is higher than the floor price determined in accordance with the provision of Chapter V of SEBI ICDR Regulations, payable in cash for aggregating amount of up to Rs.383.78 Crores in accordance with the provisions of Section 42 and Section 62(1)(c) of the Companies Act, 2013, as amended ('Act') read with Companies (Prospectus and Allotment of Securities) Rules, 2014, and Companies (Share Capital and Debentures) Rules, 2014 as amended ("Rules"), Chapter V of SEBI ICDR Regulations, in such manner and on such terms and conditions as determined by the Board in its absolute discretion in accordance with the SEBI ICDR Regulations and other applicable laws subject to approval of shareholders and other regulatory authorities, as may be applicable. Upon issue of Warrants in accordance herewith, an amount equivalent to 25% (twenty-five per cent) of the total issue size shall be called upfront from the proposed allottees.

*Disclosure with respect to the Preferential Issue under Regulation 30 of SEBI Listing Regulations read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as **Annexure-III** to this letter.*

4. MEMBERS' APPROVAL IN EXTRA-ORDINARY GENERAL MEETING

To seek members' approval via Extra-Ordinary General Meeting ("EGM") to be held on Friday, February 21, 2025 at 13.00 P.M. through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") for the above-said today's board decision and approved the draft notice of EGM and authorized Director(s)/ KMP(s) to issue the same to the concerned and appointment of Mr. Ranjit Binod Kejriwal, Practicing Company Secretaries, as Scrutinizer for e-voting and matters related thereto.

Notice of the EGM will be sent only through electronic mode to those Members whose e-mail address is registered with Depository Participants / Company / Registrar & Transfer Agent – MUFG Intime India Pvt. Ltd in due course.

The same will also be available on the Company's website <https://www.hazoomultiproject.com> website of BSE Limited at www.bseindia.com and e-voting agency's website at www.evotingindia.com

Considered and fixed cut-off date for E-Voting and dispatch of notice of Extra Ordinary General Meeting and E-voting period as:

Cut-off date for dispatch of notice	January 24, 2025
Cut-off date for E-voting	February 14, 2025
E-voting period	From 9:00 a.m. (IST) on February 18, 2025 up to 5:00 p.m. (IST) on February 20, 2025

The Board Meeting commenced at 17.00 PM and concluded at 9.25 P.M

You are requested to take the above information on record and oblige.

Thanking you,

Yours Faithfully,

For Hazoor Multi Projects Limited

**Radheshyam Laxmanrao Mopalwar
Chairman & Additional Executive Director
DIN: 02604676**

Encl: as above

Brief Details with respect to alteration in Articles of Association (“AOA”) of the Company

S. No.	Particulars	Details
1.	Alteration of Articles of Association (“AOA”) of the Company	<p>The following new clauses shall be added in Articles of Association of the company:</p> <p>“89. Further issue of capital</p> <p>i. Where at any time Company having Share Capital proposes to increase its subscribed capital by the issue of further Shares, such shares shall be offered:</p> <ol style="list-style-type: none"> a. to persons who, at the date of the offer, are holders of equity shares of the company in proportion, as nearly as circumstances admit, to the paid-up share capital on those shares by sending a letter of offer subject to the conditions specified in the relevant provisions of Section 62 of the Act. b. to employees under a scheme of employees stock option, subject to special resolution passed by company and subject to such other conditions as may be prescribed under the relevant rules of Section 62. c. to any persons, if it is authorized by a special resolution, whether or not those persons include the persons referred to in clause (a) or clause (b), either for cash or for a consideration other than cash, subject to compliance with section 42 and 62 of the Act and rules framed thereunder. <p>ii. The notice shall be dispatched through registered post or speed post or through electronic mode to all the existing shareholders at least three days before the opening of the issue.</p> <p>iii. Nothing in this Article shall apply to the increase of the subscribed capital of company caused by the exercise of an option as a term attached to the debentures issued or loan raised by the company to convert such debentures or loans into shares in the company:</p> <p>Provided that the terms of issue of such debentures or loan containing such an option have been approved, before the issue of such debentures or the raising of loan, by a special resolution passed by the company in general meeting.</p>

ANNEXURE-II

THE NAMES OF THE PROPOSED ALLOTTEES OF WARRANTS, TO BE ALLOTTED ON PREFERENTIAL BASIS:

S. No.	Name of Proposed Allottees	Warrants Quantity
A.	FII/ FPI/ Institutional Investors	
1	Minerva Ventures Fund	1,00,00,000
2	Zeal Global Oppotunities Fund	1,25,00,000
3	MGO HIGH CONVICTION FUND INCORPORATED VCC SUB-FUND	1,00,00,000
4	Bridge India Fund	1,25,00,000
Total (A)		4,50,00,000
B.	Other Non-Individual Investors	
1	Zillow real estate LLP	8,00,000
2	Virat services LLP	8,00,000
3	Nautilus Private Capital	1,00,00,000
4	Kalpsagar Private Limited	19,00,000
Total (B)		1,35,00,000
C.	Individual Strategic Investors	
1	Lata Sharma	25,00,000
2	Rahul Kumar Sharma	3,00,000
3	Satya Prakash Bagla	2,50,000
4	Zarana Tushar Sharda	1,00,000
5	Rupaal Singh	2,50,000
6	Marisha Chothani	4,00,000

7	Alka Sharma	10,00,000
8	Pooja Jain	28,00,000
9	Vipul Sharma	13,000
10	Saurav Raidani	2,00,000
11	Kirit N. Gathani	1,00,000
12	Umesh kumar Sharma	2,00,000
13	Prashant Roongta	20,000
14	Neha Subhash Hajare	20,00,000
15	Vikas Kataria	4,00,000
16	Sayali Sumeet Hajare	10,00,000
Total (C)		1,15,33,000
GRAND TOTAL(A+B+C)		7,0033,000

Annexure-III

The details as per requirement of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are given below:

S. No.	Particulars	Disclosures																								
1.	Type of securities proposed to be issued	Fully Convertible Warrants carrying a right to subscribe 1 (one) Equity Shares per warrants on making full payment within Period of 18 months.																								
2.	Type of issuance	Preferential Allotment																								
3.	Total number of securities proposed to be issued or total amount for which the securities will be issued	Up to 7,0033,000 (Seven Crore Thirty Three Thousand only) Fully convertible warrants convertible into equivalent number of fully paid-up equity shares of the Company having face value of Re. 1/- each, to the strategic investors classified under the “Non-Promoter, Public Category”, for aggregate amount of up to Rs.383.78 Crores																								
In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):																										
4.	Name and number of the Investor(s)	As per the list attached as Annexure-I																								
5.	Issue price	Rs.54.80/- (Rupees fifty Four and Eighty Paise only) per warrant																								
6.	post allotment of securities - outcome of the subscription	<table border="1"> <thead> <tr> <th rowspan="2">Category</th> <th colspan="2">Pre-preferential issue</th> <th colspan="2">Post-preferential Issue*</th> </tr> <tr> <th>No of Shares</th> <th>%</th> <th>No of Shares</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>Promoters & Promoter Group (A)</td> <td>3,94,76,770</td> <td>18.57</td> <td>3,94,76,770</td> <td>13.97</td> </tr> <tr> <td>Public (B)</td> <td>17,30,53,410</td> <td>81.43</td> <td>24,30,86,410</td> <td>86.03</td> </tr> <tr> <td>Total (A) + (B)</td> <td>21,25,30,180</td> <td>100</td> <td>28,25,63,180</td> <td>100</td> </tr> </tbody> </table> <p>*the post allotment of full conversion of warrants, by respective allottees, on fully diluted basis.</p>	Category	Pre-preferential issue		Post-preferential Issue*		No of Shares	%	No of Shares	%	Promoters & Promoter Group (A)	3,94,76,770	18.57	3,94,76,770	13.97	Public (B)	17,30,53,410	81.43	24,30,86,410	86.03	Total (A) + (B)	21,25,30,180	100	28,25,63,180	100
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7.	in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	<p>The tenure of the warrants shall not exceed 18 (eighteen) months from the date of allotment. Each warrant shall carry a right to subscribe 1 (one) Equity Share per warrant, which may be exercised in one or more tranches during the period commencing from allotment of warrants until the expiry of 18(eighteen) months from the date of allotment of the warrants.</p> <p>In the event that, a warrant holder does not exercise the warrants within a period of 18 (Eighteen) months from date of allotment of Such warrants, the unexercised warrants shall lapse and the amount paid by the warrants holders on such warrants shall stand forfeited by the Company.</p>																								

S. No.	Particulars	Disclosures
8.	Nature of Consideration	Cash
9.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	NA